THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

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THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1121.
FILED, MAY 28th. 1964.

TORMONT MINES LIMITED

Full corporate name of Company

Incorporated under Part XI of The Companies Act (Ontario) by Letters Patent dated July 4, 1949; Supplementary Letters Patent dated August 4, 1961.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous Amending Filing Statement No. 141.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	**(1) Underwriting and optioning of shares referred to in item 6.** **(2) Calling of special general meeting of shareholders to consider and if deemed appropriate, approve the exercise of the option granted to the Company by Andrew Robertson, President and a Director of the Company, to acquire 20 mineral claims in the Omineca Mining Division, B. C., and more fully particularized in Schedule "A" hereto.** Schedule "A" is on page 3.
2. Head office address and any other office address.	Suite 405, 25 Adelaide Street West, Toronto, Ontario
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	ANDREW ROBERTSON, President and Director, 60 Highland Ave.,Toronto,Ontario,Mining Engineer. WILFRED GARNETT, Vice-President and Director, 450 Macbeth Crescent,West Vancouver,B.C. S.J.O.McCLAY, Director, 581 Hornby Street,Vancouver, B.C., Director of Thomas Mackay & Co. Ltd.,Member Vancouver Stock Exchange. LEO JAMES DALTON, Director, 3914 West 23rd Street, Vancouver, B.C.; Retired, Prior to retirement December 1961 was an Executive Officer of Canadian Pacific Airlines. LESLIE C.CREERY, Director, 3011 Pt.Grey Road,Vancouver, B.C.; President of L.C.Creery & Co. Limited, Real Estate Brokers, 416 Seymour Street, Vancouver. G.D.PATTISON, Secretary-Treasurer, 235 Dawlish Ave., Toronto,Ontario; Corporate Secretary. R.D.BELL, Assistant Secretary-Treasurer, 7 Hi Mount Drive, Willowdale, Ontario, Chartered Accountant.
4. Share capitalization showing authorized and issued and outstanding capital.	5,000,000 shares of $1.00 each of which there are presently issued and outstanding as fully paid and non-assessable 3,300,000 shares.
5. Particulars in respect of any bonds, debentures,notes,mortgages,charges, liens or hypothecations outstanding.	None
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By Agreement dated May 26,1964, S.J.Brooks & Co., 185 Bay Street, Toronto, Ontario, acting solely on behalf of its client referred to in item 7 below, has agreed to purchase 400,000 shares of the Company at 15¢ per share and a further 200,000 shares of the Company at 20¢ per share, all payable within 3 business days of the date of acceptance of this filing statement for filing, such date of acceptance being referred to as the "acceptance date." In consideration of such purchase, S.J.Brooks & Co., acting solely on behalf of its client referred to in item 7 below, has been granted options to purchase 200,000 shares at 25¢ per share within 3 months of the acceptance date and a further 200,000 shares at 30¢ per share within 6 months of the acceptance date.

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	In entering into the Agreement referred to in item 6, S.J.Brooks & Co. was acting solely on behalf of its client, World Explorations Limited, 917 Vancouver Block, 736 Granville Street, Vancouver, British Columbia. The only person having a greater than 5% interest in World Explorations Limited is Archie MacGillivray, 917 Vancouver Block, 736 Granville Street, Vancouver, British Columbia.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	Reference is made to Item 10 for particulars of future work planned by the Company and the estimated cost thereof totalling approximately $40,000 for diamond drilling on three groups of mining claims. If approval of shareholders is given at a special general meeting to the exercise of the option granted by Mr. Andrew Robertson, President and a Director of the Company, the sum of $40,000 will be paid to Mr. Robertson incidental to the exercise of the option on the 20 mineral claims in the Omineca Mining Division, British Columbia, and more fully detailed in Schedule "A" hereto. Monies will also be used to pay existing current liabilities and for general administrative purposes.
10. Brief statement of company's chief development work during past year.	Laron Claims, Nicola Mining Division, B.C.: During the past 12 months the Company has drilled three holes for a total of 3,744 feet. No further work is planned at the moment. Haultain Township Claims, Gowganda Area, Ontario: Cross-cutting and underground raising has been carried out but no further work is presently planned. Farr Township Claims: Work has consisted of shaft de-watering, cleaning trenches and geological mapping. No further work is planned. Optioned Claims, Omineca Mining Division, B.C.: See Schedule "A" hereto for particulars of option. Endako Mines Limited has carried out development work on these claims and has spent in excess of its commitment of $15,000. Notice was given by Endako that it has exercised its option to continue development work and thus has committed itself for a further expenditure of at least $15,000. Lamotte Township Option: A magnetometer and E.M. survey has been completed and it is planned to let a drilling contract at an estimated cost of $10,000. See Item 19 for particulars of this option. Par Group, Aspen Grove: No work has been done this past year and it is proposed to let a contract for approximately $5,000 diamond drilling. Palmer Township Group, Batchawan Area, Ontario: A magnetometer and E.M.Survey was performed in 1963 and it is planned to let a drilling contract for an estimated cost of approximately $25,000.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Reference is made to Schedule "A" accompanying this filing statement for particulars of the option granted to the Company by Andrew Robertson, President and a Director of the Company, which the Company proposes to exercise if approval is given at a special general meeting of the shareholders proposed to be called as soon as possible. Reference is made to Item 19 for particulars of the agreement with Stanley Skrzypek and the option to purchase mining claims granted by him to the Company. Schedule "A" is on page 3.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	So far as the Company is aware, no person or corporation has received or is entitled to receive from Stanley Skrzypek and Andrew Robertson, respectively, a greater than 5% interest in the consideration paid or payable to Stanley Skrzypek or in the consideration to be payable to Andrew Robertson, President and a Director of the Company, consequent upon the exercise by the Company of the option granted to it by Mr. Robertson.

This is Schedule "A" referred to in the annexed Filing Statement of Tormont Mines Limited.

The company entered into an agreement dated August 30, 1962 with Andrew Robertson, the President and a Director of the company, whereby the company was granted a working option until July 31, 1963 (extended to July 31, 1964) with respect to 20 mineral claims in the Omineca Mining Division, British Columbia. In consideration of the granting of the option, the company committed itself to spend not less than $15,000.00 in an exploration program on the said mining claims. At any time up to July 31, 1964, the company can elect to acquire the mining claims upon payment to Mr. Robertson of the sum of $40,000.00 and the allotment and issuance to him of 200,000 shares of the company's capital stock.

In the event that the aforementioned 200,000 shares are issued to Mr. Robertson, certificates representing 180,000 shares will be held in escrow (see item 13) subject to release only on the written consent of the Toronto Stock Exchange.

On January 18, 1963, the company entered into an agreement with Endako Mines Limited, of which the following is a summary:

1. Endako took over from Tormont the commitment to spend $15,000.00 before July 31, 1963 (extended to September 30, 1963), under the working option agreement between Andrew Robertson and Tormont. These monies have been duly expended.

2. If by May 22, 1964 (extended to July 31, 1964) Tormont does not exercise the option of purchasing the 20 mining claims from Robertson, the agreement between Endako and Tormont terminates. If, however, Tormont does exercise its option, Endako has the right to continue in possession and operation of the property on its commitment to spend the further sum of $15,000.00 before July 31, 1964 (Endako has elected to expend such sum) and an additional sum of $15,000.00 before July 31, 1965.

3. In order to maintain its rights to the exploration and operation of the property after July 31, 1965, Endako is required to give notice to Tormont on or before the date of its intention to equip the property for production. The notice of intention to place the property on a producing basis shall obligate Endako to advance or procure the advancement of sufficient funds to equip the property for production within three years from July 31, 1965.

4. After the property has been brought into production, Endako is entitled to be repaid the expenditures on the property with interest not exceeding 6% out of 80% of the cash flow of the operation of the property; provided that if the property shall not have been brought into production Endako shall forfeit all rights under the agreement and in particular shall forfeit any right to reimbursement.

5. After the property has been placed on a producing basis, the net income realized from the operations of the property shall be divided between Tormont and Endako on the basis of 25% to Tormont and 75% to Endako.

The Company plans to call at the earliest possible opportunity, a special general meeting of its shareholders to approve the exercise of the option granted by Mr. Robertson and to pay to him the aforementioned consideration.

FINANCIAL STATEMENTS

TORMONT MINES LIMITED
(Incorporated under the laws of the Province of Ontario)

BALANCE SHEET

April 30,1964

- ASSETS -

Current assets		
Cash	73.43	
Field bank trust account	486.60	560.03
Fixed assets		
Mining claims, at cost (cash $40,601.12 plus $175,000.00 attributed to 547,618 shares of capital stock, as presently constituted, issued for the claims)	215,601.12	
Other mining claims, at nominal value	1.00	
Option to purchase mining claims	500.00	
Equipment, at cost	5,319.90	221,422.02
Deferred charges		
Deferred exploration expenditures, per statement	463,241.41	
Deferred administrative and financial expenditures, per statement	45,970.96	
Organization and reorganization expenses	23,454.52	532,666.89
		$754,648.94

- LIABILITIES -

Current liabilities			
Accounts payable		10,143.26	
Loan payable		535.00	
Advances from director		10,500.00	21,178.26
Capital and deficit			
Capital stock			
Authorized:			
5,000,000 shares, par value $1.00 each			
Issued and fully paid:			
2,900,000 shares at July 31, 1963	2,900,000.00		
Less - discount	1,894,457.65	1,005,542.35	
400,000 shares issued for cash during period	400,000.00		
Less - discount	320,000.00	80,000.00	
3,300,000 shares		1,085,542.35	
Contributed surplus, arising from the reduction of capital stock on August 14, 1961		951,355.85	
		2,036,898.20	
Deficit (no change during the period)		1,303,427.52	733,470.68
			$754,648.94

APPROVED:

Director

Director

TORMONT MINES LIMITED

DEFERRED EXPLORATION EXPENDITURES

For the nine month period ended April 30, 1964

Balance, July 31, 1963		390,603.88	
Deduct Adjustment, prior period		1,441.85	389,162.03
Expenditures during the period			
Incurred on Laron and Par group of claims, Nicola Mining Division, British Columbia			
Diamond drilling	19,882.84		
Officer's fee for engineering and supervision services	7,000.00		
Travelling expenses	2,127.82		
Wages	4,881.19		
Board	520.61		
Supplies	986.41		
Equipment and auto rentals	4,085.34		
Field office rent	3,729.04		
Field office expenses	1,674.88		
Miscellaneous	(569.91)	44,318.22	
Incurred on the Haultain Township group of claims, Gowganda Area, Ontario			
Raising	320.60		
Assays	102.00		
Consultant's fees	2,625.00		
Travelling	1,647.09		
Wages	2,421.93		
Board	165.00		
Supplies and small equipment	1,403.39		
Equipment and auto rental	400.58		
Workmen's compensation and unemployment insurance	1,203.16		
Government fees	36.41		
Miscellaneous	(284.48)	10,040.68	
Incurred on the Farr Township group of claims, Gowganda Area, Ontario			
Consultant's fees	937.50		
Travelling	122.80		
Wages	5,473.90		
Supplies	464.16		
Government fees	399.36		
Miscellaneous	523.11	7,920.83	
Incurred on the Palmer Township group of claims, Batchawana Area, Ontario			
Survey	4,800.00		
Report	300.00		
Government fees	148.50	5,248.50	
Incurred on the Lamotte Township group of claims, Malartic Area, P.Q., held under option			
Consultant's fees	2,062.50		
Survey	3,379.05		
Travelling	810.62		
Government fees	366.25		
Miscellaneous	149.80	6,768.22	
Incurred on other mining claims			
Government fees and taxes	267.95		
Miscellaneous	(485.02)	(217.07)	74,079.38
Balance, April 30, 1964			$463,241.41

TORMONT MINES LIMITED

DEFERRED ADMINISTRATIVE AND FINANCIAL EXPENDITURES

For the nine month period ended April 30, 1964

Balance, July 31, 1963	34,258.95	
Add Adjustment, Prior period.	1,441.85	35,700.80
Expenditures during the period		
Accounting and secretarial services .	1,800.00	
Legal and audit fees.	4,703.55	
Publicity	336.50	
Shares issue and transfer expense . .	1,694.76	
Annual report	962.14	
Miscellaneous	773.21	10,270.16
Balance, April 30, 1964		$45,970.96

TORMONT MINES LIMITED

SHCEDULE OF CHANGES IN WORKING CAPITAL

	Balance July 31, 1963	Balance April 30, 1964	Increase or (Decrease)
Current assets			
Cash		73.43	73.43
Field bank trust account		486.60	486.60
		560.03	
Current liabilities			
Bank overdraft	1,051.59		1,051.59
Accounts payable	8,368.55	10,143.26	(1,774.71)
Loan payable	535.00	535.00	
Advance from director.		10,500.00	(10,500.00)
	9,955.14	21,178.26	
Net working capital	(9,955.14)	(20,618.23)	(10,663.09)

TORMONT MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

For the nine month period ended April 30, 1964

Souce of funds	
Capital stock issued, 400,000 shares at 20¢	80,000.00
Decrease in advances for drilling and other exploration expenditures	8,487.49
Decrease in prepaid expenses	1,018.86
	89,506.35
Decrease in working capital	10,663.09
	100,169.44
Application of funds	
Mining claims, Palmer Township, Ontario	10,000.00
Option to purchase mining claims, Lamotte Township, Quebec	500.00
Equipment	5,319.90
Exploration expenditures	74,079.38
Administrative and financial expenditures	10,270.16
	100,169.44

APPROVED:

Director

Director

FRED J. HEMSWORTH
MINING ENGINEER

TELEPHONE MUTUAL 4-7734

616
~~315~~ CREDIT FONCIER BLDG.
850 WEST HASTINGS STREET
VANCOUVER 1, B.C.

REPORT

for

TORMONT MINES LIMITED

ENDAKO, B.C.

INTRODUCTION

This report is prepared for Tormont Mines Limited, Suite 405, 25 Adelaide Street West, Toronto 1, Canada. The writer, Fred J. Hemsworth, P.Eng., is familiar with the Endako molybdenite area. He examined the Endako Mines property on October 22, 1963, but has not made a detailed examination of the Tormont CO group.

The purpose of this report is to review the option agreements, analyse the work done on the CO ground and the results obtained, and in the light of present knowledge recommend a course of action.

TOPOGRAPHY

The claims are on top of and on the south slope of a height of land which separates the Endako River from Francois Lake. The claim area at an average elevation of 3400 to 3500 feet is rolling hills with two pronounced east west trending parallel gullies. The claim area is lightly timbered with Jack Pine, Spruce and Poplar.

ACCESSIBILITY

The property is easily accessible, being eight miles from both the C.N.R. Railways and the Provincial Highway No. 16. The secondary road to the property from the above mentioned highway is now easily driven over by auto and could be improved to make a good hauling road at no great cost.

There are the usual small town services at Endako, e.g. Hotel, General Merchants, Cafe, Post Office, Service Stations, etc. Numerous small sawmills in the area can provide timber for mining and domestic purposes. There are two small lakes on the property.

PROPERTIES AND LOCATION

The CO Group Molybdenum Property is located in the Omineca Mining District of B.C. Latitude 54° 2' and Longitude 125° 5' passes through the property. The property is seven miles south westerly from Endako, a village on the C.N.R. 112 miles West of Prince George and 378 miles East of Prince Rupert.

There are 20 contiguous mineral claims in the group held by location. The area covered by the claims is approximately 1000 acres.

SUMMARY

Endako Mines Limited has started construction of a concentrator to handle 10,000 tons per day of molybdenite ore. The openpit is being prepared and the plant will be in production by midsummer of 1965.

The boundary of the CO group is in close proximity to the openpit. The geology of the two properties is similar.

Anaconda Copper Mining Company have optioned from Julian Mining, the claims adjoining to the south of the CO group, and have recently started diamond drilling.

The preliminary soil sampling and trenching conducted by Endako Mines on the CO property was inconclusive. The three diamond drill holes covered only a small section of one claim.

Most of the surface of the claims is obscured by deep overburden. The possibility that molybdenite of ore grade will be found in the underlying rock is considered favorable.

The writer unequivocally recommends, to the directors of Tormont Mines Limited, the purchase of the CO claims.

PROPERTY

The CO group consists of 20 claims registered in the name of Andrew Robertson. The claims are five miles by road south of Endako, B.C., at an elevation of about 3,000 feet above sea level. Particulars are as follows:

Name	Tag Nos.	Record Nos.	Expiry Date
CO No. 1 - CO No. 20	415834-415853	14111-14130	Aug. 23, 1967

The claims are recorded in the Omineca Mining Division.

OPTION AGREEMENTS

Tormont Mines Limited hold an option to purchase the CO group of mineral claims from the owner Andrew Robertson. To take up the option Tormont are required to pay $40,000.00 and 200,000 shares. The purchase is recommended.

Endako Mines Limited have optioned the CO group from Tormont Mines Limited. Endako has spent $15,000.00 during 1963, and is committed to spend $15,000.00 in 1964. Production from the CO claims is to be divided 75% to Endako Mines and 25% to Tormont Mines Limited.

EXPLORATION

Work done by Endako Mines Limited on the CO group consisted of a reconnaissance geological survey, soil sampling for molybdenum, trenching and stripping, and three diamond drill holes. The details of this work are contained in the report to Tormont dated January 10, 1964, by Ball, Cribbs and MacLaren. The following information is extracted from this report.

(a) Geology

"As is so common in the Endako area, extensive cover by glacial clay, silt and overburden effectively masks the underlying rocks.'

'The CO group is underlain by red porphyritic granite, alaskite, and aplite, the same intrusives which are found to occur on the adjoining property of Endako Mines Ltd. Some molybdenite mineralization occurs in the granite and aplite as small disseminations and in quartz molybdenite veinlets up to 3/32 inches thick. In comparison with the area average grade mineralization on the Endako property, however, the host rock, where explored so far on Tormont ground, is less fractured, less altered and contains fewer molybdenum bearing quartz veins."

(b) Geochemical Prospecting

"A geochemical soil survey over the CO group was made during the summer of 1963.'

'Soil sampling was originally carried out with a sample spacing of 100 feet on lines 1,000 feet apart. The area strongest in molybdenum was then resampled at 100 foot intervals on lines 200 feet apart as shown on the accompanying geochemical map. Soil samples were taken at a depth of at least six inches below the humus layer.'

'Samples were analyzed for molybdenum at the Canex laboratory near Endako. Analysis was done on the -60 mesh fraction of the soil using the thiocynate-stannous chloride method.'

'Most of the area covered by the detailed sampling was found to be weakly to moderately anomalous in molybdenum."

(c) Diamond Drilling

"Three diamond drill holes have been drilled on the CO group, all of them on CO 1.'

'The first hole, G-1, was drilled at 45° to a depth of 473 feet in August of 1962 by Terr Exploration and Drilling Company. Holes G-2 and G-3 were drilled vertically to depths of 300 feet each between July 12 and July 19, 1963 by Canadian Longyear Limited."

(d) Bulldozer Work

"A D-8 Caterpillar was used on the CO group to dig trenches in the vicinity of the geochemical anomalies shown on Appendix 1, to clear local baselines in order to facilitate soil sampling, and to improve and extend an old road. Twenty-one trenches were excavated with a D-8 cat. These are located on CO #10, 12, 13 & 14 Mineral Claims. It is interesting to note that only 2 of the twenty-one trenches exposed any solid (granite) even though the average depth of the trenches was of the order of 8 feet."

DISCUSSION of EXPLORATION RESULTS

The results of the relatively small amount of exploration work done on the CO claims cannot be considered definitive or conclusive. It should be recalled that #Kennco Explorations did considerable bulldozer trenching, mapping and sampling of the adjoining Stella molybdenite showings in 1952, without finding ore and abandoned the property.

The structural control of the ore deposition has not been clarified. The host rocks are similar. The main set of quartz fractures on the Endako Stella property strike north 65 degrees east toward the CO claims.

The depth of glacial till on the CO ground makes bulldozer trenching and soil sampling ineffective. It is noted that only two of the twenty-one trenches reached bedrock. The three drill holes encountered overburden of 8 feet, 23½ feet and 54 feet respectively. The diamond drilling was comparatively shallow, the deepest hole (No. 1) penetrated to a vertical depth of only 336 feet.

Geochemistry is a useful tool for prospecting, but results must be interpreted by consideration of local conditions. The geochemical survey showed a few weakly anomalous results which were erratically distributed. When the soil is not residual, but has been deposited by glacial movement, soil sampling is effective to only shallow depths. Where overburden is heavy, as on the CO claims, the results may bear little or no relationship to the underlying rock.

The north side and part of the west side of the CO group adjoin the Endako Mines property. The west line is within about 1,000 feet of the proposed openpit boundary. Endako Mines have developed a multimillion ton deposit of molybdenum ore containing auxilliary values in rhenium and silver. An expenditure of about $20 million is planned and production at a minimum rate of 10,000 tons per day is scheduled for midsummer of 1965. This will be the second largest concentrator in the province, surpassed only by Cominco's Sullivan Mine at Kimberley.

Report of the Minister of Mines, 1952 - Page A 98

CONCLUSION

At this stage no one is able to predict whether ore will be found on the CO claims. However, the favorable geology and the proximity to a large proven deposit make this ground potentially valuable and justifies the purchase price. The taking up of the option is recommended.

Respectfully submitted,

F.J. Hemsworth

F.J. Hemsworth, P.Eng.,
Consulting Mining Engineer.

April 21, 1964.

FRED J. HEMSWORTH
MINING ENGINEER

TELEPHONE MUTUAL 4-7734

616
STE CREDIT FONCIER BLDG
850 WEST HASTINGS STREET
VANCOUVER 1, B.C

CERTIFICATE

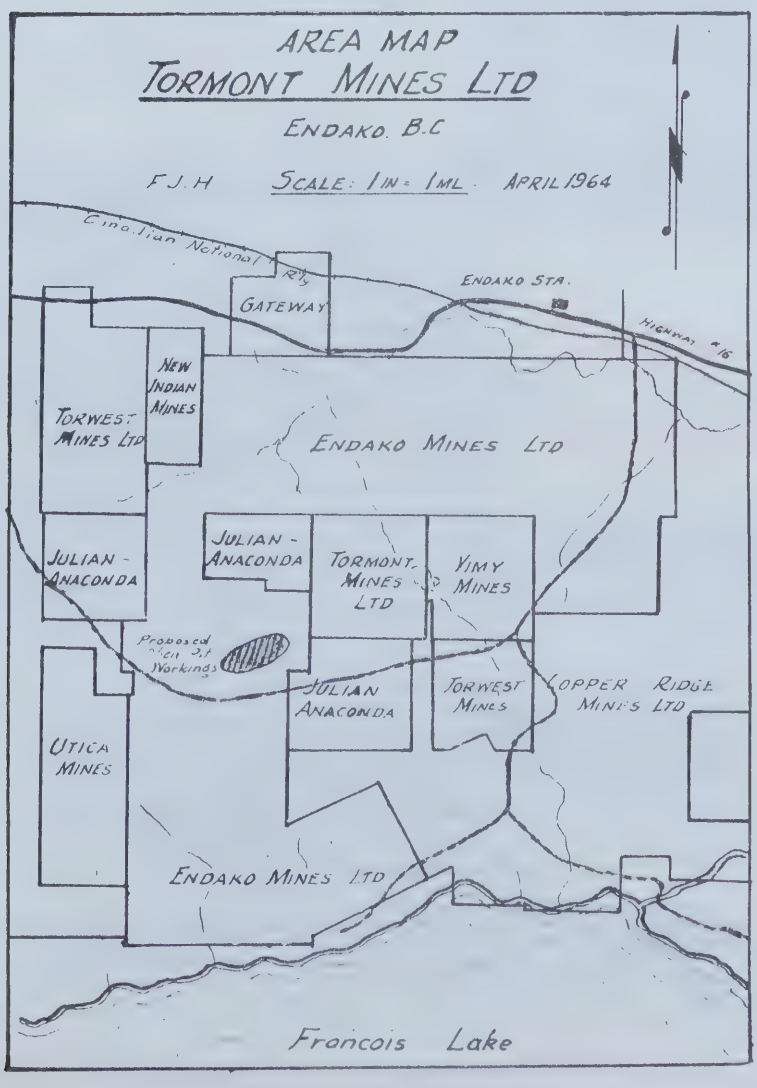
I, Fred J. Hemsworth, 4606 West 9th Avenue, Vancouver 8, B.C., am a graduate in Mining Engineering of the University of British Columbia (1935), and have been a member of the Association of Professional Engineers since 1947. I have practised as a Consulting Mining Engineer with an office at 850 West Hastings Street since 1951.

A personal examination has not been made of the CO claims but I am familair with the Endako area, and examined the Endako Mines property on October 22, 1963.

I do not own any shares, directly or indirectly in Tormont Mines Limited, and have not been promised any. In addition I have no interest in the CO claims or any property in the immediate area.

F.J. Hemsworth

F.J. Hemsworth, P.Eng.,
Consulting Mining Engineer.



13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement	450,000 shares of the Company are held in escrow subject to release on the written consent of the Toronto Stock Exchange In the event that the Company exercised its option of acquiring mining claims from Andrew Robertson, President and a Director of the Company, as referred to in Schedule "A", certificates representing 180,000 of the shares to be issued to him will be held in escrow subject to release only on the written consent of the Toronto Stock Exchange.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	R & P Metals Corp. Ltd., 121 Richmond Street West, Toronto, Ontario. — 254,000 Tri-Mart Investments Limited 410-100 Adelaide Street West, Toronto, Ontario. — 75,000 Drumelizier Enterprises Ltd., 404-510 West Hastings Street, Vancouver, British Columbia. — 65,000 **The above are believed to represent beneficial ownership.** In the event that the Company exercises its option to acquire mining claims from Andrew Robertson, President and a Director of the Company, referred to in Schedule "A" the entire 180,000 escrowed shares will be owned by Andrew Robertson.
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	S. J. Brooks & Co 185 Bay Street, Toronto, Ont. — 336,142 * R. H. Scarlett & Co.Ltd., 11 Adelaide St.West, Toronto,Ont. — 275,656 * R & P Metals Corp.Ltd., 121 Richmond St.West, Toronto,Ont. — 254,000 John Frame & Co., 11 Adelaide St.West,Toronto, Ont. — 238,071 * James Richardson & Co.Limited Winnipeg, Manitoba. — 87,789 * * Beneficial ownership not known. **The shares of R & P Metals Corporation Limited are held in escrow and beneficially owned.**
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	On a solicitation of proxies, present management may be in a position to affect control of the Company.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	None
18. Brief statement of any lawsuits pending or in process against company or its properties.	None
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	Pursuant to an agreement dated December 19,1963, between the Company and Stanley Skrzypek, 651 Jacques Cartier Street, Malartic, Quebec, as Optionor the company paid $500. to the Optionor to acquire an option on a group of 31 unpatented claims in Lamotte Township, P.Q. To exercise the option the company is required to make the following additional payments: $2,000. within 8 months of the date of the agreement; $5,000. within 14 months of the date of the agreement; $5,000. within 20 months of the date of the agreement; $2,500. within 24 months of the date of the agreement. If the option is fully exercised, the Optionor is to receive in addition to the aforementioned cash payments, 300,000 fully paid shares (90% escrowed) of a new company to be formed by Tormont (with authorized capital of 3,000,000 $1.00 par value shares) to acquire and develop the claims. The company is obliged to perform within 8 months of the date of the agreement, one year's assessment work on the optioned claims.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There are no other material facts. Shares of the Company covered by the Underwriting-Option Agreement set out in item 6 will be in the course of primary distribution to the public.

DATED May 26, 1964.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TORMONT MINES LIMITED

"A. Robertson" by: [signature] President — CORPORATE SEAL

"W. Garnett" [signature] Vice-President

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

S. J. BROOKS & CO.

"S.J. Brooks" by: [signature]

"R.C.C. Henson" [signature]

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

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THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1205.
FILED, NOVEMBER 19th. 1964.

TORMONT MINES LIMITED

Full corporate name of Company

Incorporated under Part XI of The Companies Act (Ontario) by Letters Patent dated July 4,1949; Supplementary Letters Patent dated August 4,1961.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous Filing Statement No. 1121.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	Underwriting and optioning of shares referred to in Item 6. Termination of agreement dated January 18, 1963 between Endako Mines Limited (N.P.L.) and the Company covering claims in the Omenica Mining Division, British Columbia, referred to in Item 10.
2. Head office address and any other office address.	Suite 405, 25 Adelaide Street West, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	ANDREW ROBERTSON, President and Director, 60 Highland Ave.,Toronto,Ontario,Mining Engineer. WILFRED GARNETT, Vice-President and Director, 450 Macbeth Crescent,West Vancouver, B.C. S.J.O.McCLAY, Director, 581 Hornby Street, Vancouver,B.C., Director of Thomas Mackay & Co.Ltd., Member Vancouver Stock Exchange. LEO JAMES DALTON, Director, 3914 West 23rd Street, Vancouver, B.C.,;Retired, Prior to retirement December 1961 was an Executive Officer of Canadian Pacific Airlines. LESLIE C.CREERY, Director, 3011 Pt.Grey Road, Vancouver, B.C.; President of L.C.Creery & Co.Limited, Real Estate Brokers, 416 Seymour Street, Vancouver, B.C. G.D.PATTISON, Secretary-Treasurer, 235 Dawlish Ave.,Toronto,Ontario; Corporate Secretary. R.D.BELL, Assistant Secretary-Treasurer, 7 Hi Mount Drive, Willowdale, Ontario, Chartered Accountant.
4. Share capitalization showing authorized and issued and outstanding capital.	5,000,000 shares of $1.00 each of which there are presently issued and outstanding as fully paid and non-assessable 4,500,000 shares.
5. Particulars in respect of any bonds, debentures,notes,mortgages,charges, liens or hypothecations outstanding	None
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By Agreement dated November 9,1964 S.J.Brooks & Co., 185 Bay Street, Toronto,Ontario,acting solely on behalf of its client referred to in Item 7 below,has agreed to purchase 100,000 shares of the Company at 35¢ per share payable within 3 business days of the date of acceptance for filing of this Filing Statement,such date of acceptance being referred to as the "acceptance date". In consideration of such purchase, S.J.Brooks & Co.,acting solely on behalf of its said client, has been granted options to purchase 100,000 shares at 35¢ per share within 3 months of the acceptance date, 200,000 shares at 40¢ per share within 6 months of the acceptance date and 100,000 shares at 45¢ per share within 9 months of the acceptance date.

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	In entering into the Agreement referred to in Item 6, S.J.Brooks & Co. was acting solely on behalf of its client, World Explorations Limited, 917 Vancouver Block, 736 Granville Street, Vancouver, British Columbia. The only person having a greater than 5% interest in World Explorations Limited is Archie MacGillivray, 917 Vancouver Block, 736 Granville Street, Vancouver, British Columbia.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company is presently engaged in a diamond drilling program on the Par Group, Aspen Grove, in the Nicola Mining Division of British Columbia. Previously a substantial amount of drilling was done by the Company without significant results. The third hole in the current series is being drilled and the Company is calling for tenders on a minimum of 5000 feet of drilling on this property. The second hole of the present series intersected a pyrite zone which carries copper sulphides. This hole gave a core length of 19 feet assaying 1.39% copper and 0.12 ounces silver with gold a trace. The Company plans an extensive program on this property. In Filing Statement No. 1121 filed May 28th, 1964, the Company reported upon magnetometer and E.M. Survey performed in 1963 on the Palmer Township Group, Batchawan Area, Ontario and stated that it was planned to let a diamond drilling contract for an estimated cost of approximately $25,000. This program was deferred for the present year by reason of the much more extensive work in Lamotte Township (see item 10 below). The Company proposes to initiate drilling on the Palmer Township Group at an estimated cost of approximately $25,000 as soon as weather conditions in the spring permit. A new Report on the Par Group, Aspen Grove, Nicola Mining Division by Christopher Riley, P. Eng., accompanies this Filing Statement. In this Report the expenditure of $50,000 for the continued exploration of these claims is recommended. Proceeds from the sale of shares under the Underwriting-Option Agreement set out in item 6 will be used for recommended work on the Company's claims, for general administrative expenses, for payments to Stanley Skrzypek under the option agreement on Lamotte Township claims in the Province of Quebec referred to in item 19 and for no other purpose without prior notice being given to the Exchange.
10. Brief statement of company's chief development work during past year.	Laron Claims, Nicola Mining Division, B.C.: Previous drilling by the Company amounted to a total of 3744 feet. No further work is presently planned. Haultain Township Claims, Gowganda Area, Ontario: By Agreement dated September 14th, 1964, the Company has leased to Dan Culhane of the Town of Haileybury for a period of one year mining claim No. 13255 for a rental or royalty of 10% of the net smelter returns from all ore shipped from the mining claim. Farr Township Claims: Work during the past year consisted of shaft dewatering, cleaning trenches and geological mapping; no further work is planned. Optioned Claims, Omineca Mining Division, B.C.: The option granted by Andrew Robertson to the Company under Agreement dated August 30th, 1962, particulars whereof were set out in Filing Statement #1121 has been exercised by the Company following approval thereof at a special general meeting of the shareholders. Under agreement dated July 23rd, 1964, Endako Mines Ltd. has paid the Company the sum of $15,000. in lieu of performance of diamond drilling or other exploratory work on the claims prior to July 31st, 1964 as required under agreement with that Company dated January 18th, 1963 (particulars whereof are set out in said Filing Statement No. 1121) and said agreement of January 18th, 1963 is now terminated. The Company does not contemplate further work on these claims at this time pending developments on the adjoining Endako Mine. Lamotte Township Option: In the period between May 1st to November 10th, 1964, the Company spent $34,536. on the Lamotte Township in the Province of Quebec, principally in diamond drilling, surveying, etc. See Report of E.L.MacVeigh, P.Eng., accompanying this Filing Statement.

FINANCIAL STATEMENTS

TORMONT MINES LIMITED

(Incorporated under the laws of the Province of Ontario)

BALANCE SHEET

November 10, 1964

- ASSETS -

Current assets		
Cash	107,881.65	
Prepaid expenses	789.72	108,671.37
Fixed assets		
Mining claims	283,102.12	
Equipment	5,319.90	288,422.02
Deferred charges		
Deferred exploration expenditures	509,551.87	
Deferred administration and financial expenditures	57,674.45	
Organization and reorganization expenses	23,454.52	590,680.84
		987,774.23

- LIABILITIES -

Current liabilities		
Accounts payable	2,768.55	
Loan payable	535.00	
Advances from director	1,000.00	4,303.55
Capital and deficit		
Capital stock		
Authorized, 5,000,000 shares, par value $1.00 each		
Issued and fully paid, 4,500,000 shares	4,500,000.00	
Less: Discount thereon	3,164,457.65	
	1,335,542.35	
Contributed surplus arising from the reduction of capital stock on August 14, 1961.	951,355.85	
	2,286,898.20	
Deficit	1,303,427.52	983,470.68
		987,774.23

APPROVED:

Director

Director

TORMONT MINES LIMITED

STATEMENT OF DEFERRED EXPLORATION EXPENDITURES

For the period May 1 to November 10, 1964

Balance, May 1, 1964			463,241.41
Expenditures during period			
Lamotte township, Quebec			
Survey	7,825.95		
Diamond drilling	18,131.28		
Government fees	537.50		
Consultants fees	5,593.40		
Transportation	1,243.35		
Supplies	521.06		
Sundry	684.39	34,536.93	
Nicola mining division, British Columbia			
Report	250.00		
Government fees	200.00		
Engineering and supervision services	6,000.00		
Wages	600.00		
Travel expenses	1,298.23		
Equipment and auto rentals	1,112.47		
Field office rent	1,375.00		
Field office expenses	631.58		
Sundry	753.75	12,221.03	
General		(447.50)	46,310.46
Balance, November 10, 1964			$ 509,551.87

TORMONT MINES LIMITED

STATEMENT OF DEFERRED ADMINISTRATIVE AND FINANCIAL EXPENDITURES

For the period May 1 to November 10, 1964

Balance, May 1, 1964		45,970.96
Expenditures during the period		
Stock transfer expense	2,073.45	
Accounting and secretarial services	1,200.00	
Audit fees	125.00	
Publicity	2,135.29	
Annual report	3,092.64	
Directors' fees	2,600.00	
Listing fees	308.61	
Government fees	113.33	
Sundry	55.17	11,703.49
Balance, November 10, 1964.		57,674.45

TORMONT MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

For the period May 1, 1964 to November 10, 1964

Source of funds			
Capital stock issued, 400,000 shares at 15¢		60,000.00	
200,000 " " 20¢		40,000.00	
200,000 " " 25¢		50,000.00	
200,000 " " 30¢		60,000.00	210,000.00
Received from Endako Mines Ltd. N.P.L. re mining claims			15,000.00
			225,000.00
Application of funds			
Purchase of mining claims			40,000.00
Property option payment			2,000.00
Exploration expenditures			46,310.46
Administrative and financial expenditures			11,703.49
			100,013.95
Increase in working capital			124,986.05
			225,000.00
Increase in working capital consists of:			
Working capital as at April 30, 1964			
Cash	73.43		
Field trust account	486.60	560.03	
Less:			
Accounts payable	10,143.26		
Loan payable	535.00		
Advances from director	10,500.00	21,178.26	(20,618.23)
Add:			
Working capital as at November 10, 1964			
Cash	107,881.65		
Prepaid expenses	789.72	108,671.37	
Less:			
Accounts payable	2,768.55		
Loan payable	535.00		
Advance from director	1,000.00	4,303.55	104,367.82
			124,986.05

APPROVED:

Director

Director

GEOLOGIST'S REPORT

Note - The following are excerpts from a report by E.L. MacVeigh, B.A., M.S., dated November 16th, 1964, on mining claims located in Lamotte Township, Province of Quebec. A complete copy of this report is on file with the Toronto Stock Exchange.

CONCLUSION AND RECOMMENDATIONS

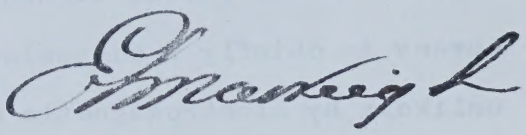
The nickel occurrences at the producing Marbridge Mine to the west of Tormont are found under geological conditions similar to those present on the Tormont ground. The Marbridge shaft ore which shows considerable massive sulphide might be picked up by electromagnetic methods such as used in the recent Tormont survey. The rich millerite discovery is chiefly a disseminated type the discovery of which is unlikely by electromagnetic conductor methods where even shallow overburden exists.

Several other exploration aids are suggested such as the presence of magnetic highs in the peridotite. This could be due to secondary magnetite development along with asbestos fibre which is found near the ore occurrences. It is known that the emplacement of the nickel as now found is later than the granite intrusion. If this re-arrangement of nickel values is part of the same metamorphic process as the development of the asbestos fibre then possibly a magnetic high might be associated with ore. Structurally the presence of a warping in the upper contact of the peridotite, or cross-faulting, might be significant. It can also be noted that gabbro differentiates are found in the peridotite near nickel occurrence.

The good possibility exists that important millerite deposits occur under the overburden along strike of the known peridotite zones extending from Marbridge through the Tormont property. Except in very shallow overburden the electromagnetic survey as conducted by Tormont would not be expected to indicate a deposit such as the Marbridge millerite ore.

It is recommended that an induced Polarization type of Electromagnetic Survey be carried out along the now outlined peridotite contacts and the talc chlorite schist zone intersected in Hole No. 5. This survey method may locate the disseminated type of millerite ore found in the peridotite by Marbridge. Relatively sparse sulphides if composed of millerite could make ore grade as the mineral millerite has a theoretically pure content of 64 percent nickel.

Respectfully submitted by,



ENGINEER'S CERTIFICATE RE REPORT DATED NOV. 16,1964, ON A SUMMARY REPORT OF EXPLORATION IN LAMOTTE TOWNSHIP,QUEBEC, FEB. 10,1964 to SEPT.15,1964.

I, EDWIN LESTER MACVEIGH, of Haileybury in the Province of Ontario, hereby certify:-

1. THAT I am a Consulting Geologist and reside at Haileybury, Ontario.
2. THAT I am a graduate of the University of Illinois with the degrees of Bachelor of Arts and Master of Science and have been practising my profession as a Geologist since 1932 in Northern Ontario and Quebec.
3. THAT I have no direct, indirect or anticipated interest in the mining claims mentioned in this report nor in the companies interested in the property reported herein.
4. THAT the accompanying report is based on personal supervision of all work carried out to date by Tormont Mines on the property reported herein.

DATED this 16th day of November,1964.

E.L. MacVeigh B.A., M.S.

GEOLOGIST'S REPORT

Note - The following are excerpts from a report by C. Riley, P.Eng., Consulting Geologist, dated November 16th, 1964, on mining claims located in the Nicola Mining Division, Province of British Columbia. A complete copy of this report is on file with the Toronto Stock Exchange.

CONCLUSIONS:

In order to test the potentialities of the Par group, the present program of drilling should be considerably extended. Drilling is essential due to widespread soil cover though it will be supplemented with soil sampling to assist in localizing values. A fair minimum test would require 5,000 feet of diamond drilling in, say, ten holes of 500 feet each. Bids should be called on the drilling but a price of $6.00 per foot is a likely one judging from past experience. Added to this are engineering, supervision, assaying and all the sundry costs involved which could amount to $4.00 per foot. Therefore the total costs of the program could well total $50,000.00.

RECOMMENDATIONS:

I recommend that a sum of $50,000.00 be provided for the continued exploration of the favorable zone on the Par mineral claims.

Christopher Riley, P. Eng.
Consulting Geologist

C E R T I F I C A T E

I, Christopher Riley of the City of Vancouver, Province of British Columbia, hereby certify:

1. That I am a Consulting Geologist and my address is -

   402 West Pender Street,
   Vancouver 3, B. C.

2. That I am a graduate of McMaster University (B.A.)
   University of B. C. (M.A.)
   University of Chicago (Ph.D.)
   all in Mining Geology.

3. That I am a Registered Professional Engineer in the Geological Section in the Province of British Columbia, a member of the Geological Association of Canada and of the Society of Economic Geoligists.

4. That I have practised my profession as geologist for thirty-five years.

5. That I have no direct interest nor do I expect to have any interest in the Par group of mineral claims at Aspen Grove.

6. That I hold 25,000 escrow shares of Tormont Mines Ltd., which I received some years ago.

7. That the above report is based on several personal examinations of the property in 1961 and 1962 and from a study of the diamond drill logs and assay results of Holes Nos. 25 to 27.

DATED at Vancouver, B. C., this 16th day of November, 1964.

Christopher Riley, P. Eng.
Consulting Geologist

11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Not applicable
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	630,000 shares of the Company are held in escrow subject to release on the written consent of the Toronto Stock Exchange.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Drumelzier Enterprises Limited Suite 404, 510 West Hastings Street Vancouver, B.C. 65,000 R & P Metals Corporation Limited 121 Richmond Street West, Toronto, Ontario 254,000, Andrew Robertson 60 Highland Avenue Toronto, Ontario 180,000 Tri-Mart Investments Limited Room 410 - 100 Adelaide Street West Toronto, Ontario 75,000 The above are believed to be the beneficial owners of said shares.
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	S.J.Brooks & Co. 185 Bay Street, Toronto,Ontario 1,106,585 R.H.Scarlett & Co.Ltd. c/o E.D.Kuhn Apt.301, 185 Stephen Drive Toronto 18, Ontario 255,805 John Frame & Co. Suite 904, 11 Adelaide St.West Toronto, Ontario 221,814 R & P Metals Corporation Limited Penthouse Suite 121 Richmond Street West 254,000 Toronto, Ontario Andrew Robertson 60 Highland Ave., Toronto,Ontario 200,002 The shares of R & P Metals Corporation Limited and of Andrew Robertson are beneficially owned. The beneficial ownership of the remaining shares listed above is not known.
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	On a solicitation of proxies, present management may be in a position to affect control of the Company.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	None
18. Brief statement of any lawsuits pending or in process against company or its properties.	None
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	Under Agreement dated December 19, 1963 between Stanley Skrzypek of Malartic, Quebec, as Optionor and the Company as Optionee, the Company obtained for a cash payment of $500. an option to purchase 31 mining claims in the Township of Lamotte, Quebec, with further option payments totalling $14,500 of which $2,000 was payable within 8 months, $5,000 within 14 months, $5,000 within 20 months and $2,500 within 24 months; and to exercise the option by December 19, 1965 the Company will be required to incorporate a new company having an authorized capital of 3,000,000 shares of $1. par value each, to be formed for the purpose of acquiring and continuing the development of these mining claims and issue 300,000 shares of the new company, of which 270,000 shares will be held in escrow subject to release on the written consent of the new company and such securities commission and/or stock exchange having jurisdiction. The Company has performed sufficient work on the mining claims to constitute one year's assessment and such work has been duly recorded. The Company has also paid to the Optionor the sum of $2,000 on August 15th, 1964 to keep the option in good standing.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There are no other material facts. Shares of the Company covered by the Underwriting-Option Agreement set out in Item 6 will be in the course of primary distribution to the public.

DATED November 12, 1964

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TORMONT MINES LIMITED

"A. Robertson" by: _____ President CORPORATE SEAL

"W. Garnett" _____ Vice-President

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

S.J.BROOKS & CO.

"S.J. Brooks" by: _____

"E.E. Lewis" _____